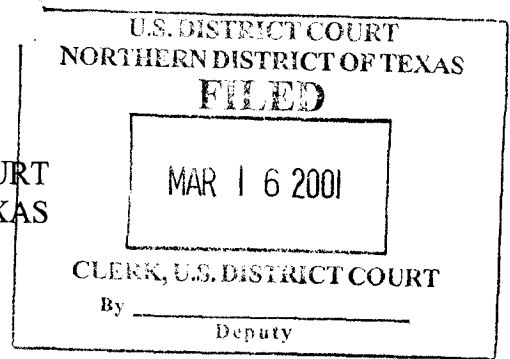


IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION



SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

VS.

FUNDING RESOURCE GROUP, a/k/a FRG Trust;
QUENTIN HIX; GENE COULTER; STEVEN C.
ROBERTS; MVP NETWORK, INC., a Texas corporation,
a/k/a MVP Network (Trust); FMCI TRUST; FUNDERS
MARKETING COMPANY, INC., a Texas corporation;
RAYMOND G. PARR; WILLARD VEARL SMITH;
EARL D. McKINNEY; FORTUNE INVESTMENTS,
LTD., a Nevada corporation; ROBERT CORD, a/k/a
Robert F. Schoonover, Jr.; WINTERHAWK WEST
INDIES, INC.; IGW TRUST; CAROLYN
DON HICKS; and CARL LaDANE WEAVER,

Defendants,

and

HOWE FINANCIAL TRUST, an Indiana corporation;
TREDS FINANCIAL TRUST; and
MARY ANN BAUCE,

Defendants Solely for Purposes
of Equitable Relief.

CIVIL ACTION NO.
3:98-CV-2689-M

**RECEIVER'S EMERGENCY MOTION TO COMPEL
TURNOVER OF RECEIVERSHIP ASSETS**

TO THE HONORABLE JEFF KAPLAN, UNITED STATES MAGISTRATE JUDGE:

COMES NOW, Michael J. Quilling ("Receiver"), the Receiver appointed in these proceedings, and files this Emergency Motion to Compel Turnover of Receivership Assets and in support of such would respectfully show unto the Court as follows:

1. On November 13, 1998, the United States Securities and Exchange Commission ("SEC") initiated these proceedings and requested the appointment of a receiver. By Order dated November 13, 1998, Michael J. Quilling was appointed as Receiver and he continues to function in that capacity since that time.

2. On November 30, 1998, a hearing was held by the Court to determine whether the receivership should remain in place. As a result of the hearing, the Court ruled that the receivership would remain in place and that Michael J. Quilling would remain as Receiver for the duration of these proceedings, all as set forth in the Court's Order of January 12, 1999 (the "Receivership Order"). One of the individual defendants to whom the receivership applies is Raymond Parr.

3. The Receivership Order provides, in pertinent part, as follows:

B. The Temporary Receiver shall take custody, possession and control of any and all assets, monies, securities and properties, real and personal, tangible and intangible, of whatever kind and description, and wherever situated, belonging to . . . Parr . . . (hereinafter referred to as "Receivership Assets"), as well as any documents relating to the Receivership Assets.

* * *

D. All persons and entities, including . . . Parr . . . , shall promptly deliver and surrender to the Temporary Receiver all Receivership Assets in the possession of or under the control of any one or more of them and shall promptly surrender all books and records of any kind pertaining or belonging to Defendants which relate to Receivership Assets.

4. Since the entry of the Receivership Order, Parr has steadfastly ignored it and has never offered to turn over his personal assets to the Receiver which are clearly subject to the foregoing order. To date, the Receiver has not taken any action with respect to the assets discussed below because of a number of reasons including, but not limited to, the fact that Parr was servicing indebtedness relating to various of the assets and was otherwise maintaining them, and upon the belief that a settlement would ultimately be reached with Parr and the SEC as to the entirety of his assets.

As a result of recent developments, however, inaction by the Receiver with respect to the assets which Parr has an ongoing obligation to turn over to the Receiver is no longer warranted.

5. Specifically, the Receiver requests that the Court order an immediate turnover of the following assets and all documents relating to them to the Receiver:

- Residence at 874 Hunterwood Drive, Jasper, Texas ("Parr Residence")
- 1998 Lincoln Navigator 4D 4x2, VIN 5LMEU27LOWLJ05756, Texas plate YMJ33C
- 1997 Toyota 4Runner, VIN JT3GN87RXV0047874, Texas plate YRD07N
- 1995 Toyota Camry sedan, VIN 4T1GK12E7SU070612, Texas plate PNB71N
- Stock in BMP National Marketing Company
- All firearms
- All jewelry insured by State Farm

6. A turnover of the Parr Residence is warranted for a number of reasons. First, the residence is clearly a receivership asset and therefore subject to the Receivership Order. Second, on February 8, 2001, Raymond and Madeleine Parr executed a proposed contract of sale of the residence, a true and correct copy of which is attached hereto as Exhibit A. As a result of the Lis Pendens filed by the Receiver, the sale cannot be consummated until and unless a resolution is reached regarding treatment of the equity in the house. The Receiver has proposed that all equity be turned over to the Receiver to be held in the Receiver's account pending further order of the Court as reflected in the letter dated March 14, 2001, attached hereto as Exhibit B. Parr is not agreeable to such a proposal as set forth in the March 16, 2001 letter attached hereto as Exhibit C. Third, and most importantly, as set forth in the March 16, 2001 letter attached hereto as Exhibit C, counsel for Parr has now

instructed him to “stop paying the mortgage.”¹ Accordingly, a very real possibility now exists that the equity in the residence could be lost to the detriment of the defrauded investors of the investment programs which are the subject of this case.

7. Accordingly, the Receiver requests that possession of the Parr Residence and all documents relating to the mortgage, taxes and insurance be immediately turned over to the Receiver so that he may undertake action to timely pay the mortgage and market the property for sale consistent with further orders of the Court. In the alternative, the Receiver requests that the Court order Parr to immediately consummate the proposed contract of sale and order that all net proceeds resulting from the sale be turned over to the Receiver pending further order of the Court.

8. Turnover of the automobiles and the other assets referenced in paragraph 5 above to the Receiver is clearly appropriate pursuant to the Receivership Order and in light of the fact that a settlement between Parr and the SEC appears very unlikely. Accordingly, the assets should be turned over to the Receiver for liquidation so that any equity in the assets will not be lost or otherwise dissipated. The proceeds of any such liquidation can be held by the Receiver in his account pending further order of the Court.

9. The Receiver requests that the Court schedule an emergency hearing on this matter on either Thursday, March 22, 2001, or Friday, March 23, 2001, if the Court’s calendar allows. If a hearing is conducted on either of those dates and the Receiver’s motion is granted, it will allow the Receiver sufficient time to undertake action to obtain possession of the residence and be in a position to pay the April 2001 mortgage payment on a timely basis. In the alternative, the Receiver could be available for hearing on either Monday, March 26, 2001, or Tuesday, March 27, 2001. However,

¹ This tactic appears to violate several provisions of the Receivership Order including paragraph D. (an attempt to make sure the Receiver does not gain possession), and paragraph E. (an attempt to disturb the assets). In any event, it seems very ill-advised.

Parr's deposition is scheduled for March 26, 2001 and the Receiver has a deposition in another matter on March 27, 2001.

WHEREFORE, PREMISES CONSIDERED, the Receiver requests that the Court schedule an emergency hearing, and that upon final hearing and consideration of this motion that the Court order immediate turnover of the Parr assets to the Receiver, and for such other and further relief, general or special, at law or in equity, to which the Receiver may show himself justly entitled.

Respectfully submitted,

QUILLING, SELANDER, CUMMISKEY & LOWNDS, P.C.

BY: 

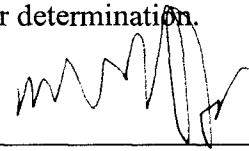
Michael J. Quilling
State Bar No. 16432300

2001 Bryan Street, Suite 1800
Dallas, Texas 75201
(214) 871-2100 (Telephone)
(214) 871-2111 (Telefax)

ATTORNEYS FOR RECEIVER

CERTIFICATE OF CONFERENCE

Based upon prior discussions with counsel for Parr, Parr opposes the relief requested by this motion and therefore it is presented to the Court for determination.


Michael J. Quilling

CERTIFICATE OF SERVICE

I hereby certify that on the 16th day of March, 2001 a true and correct copy of the foregoing document was served:

Via Facsimile

Robert B. Brunig
Securities & Exchange Commission
801 Cherry Street, 19th Floor
Fort Worth, Texas 76102

Via Regular U.S. Mail

Wendell A. Odom, Jr.
440 Louisiana, Suite 800
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Via Facsimile

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Dallas, Texas 75240



Michael J. Quilling